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2024

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CONSTITUTION OF COMPAK SOUTH AFRICA



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1 NAME OF ASSOCIATION AND LEGAL CAPACITY

- 1.1 The name of the association is Compak South Africa ("**Compak**").
- 1.2 Compak shall have legal personality and the right to sue and be sued in its own name. The Chairperson or, in his absence, any member of the Executive may sign all documents and take all such steps as may be necessary to institute legal action or proceedings and/or defend any legal action or proceedings on behalf of Compak or instituted against Compak.
- 1.3 Compak shall be entitled to conduct its business in South Africa.
- 1.4 All income and the property of Compak shall be applied to solely towards the promotion of the objectives of Compak. No portion thereof shall be paid or transferred by way of bonus or dividend to any member provided that Compak may remunerate any member for services duly rendered to it.

2 HEADQUARTERS

The headquarters of Compak are presently situated at _____, which address may be changed by the Executive from time to time.

3 OBJECTIVES AND POWERS

- 3.1 The objectives of Compak are to:
 - 3.1.1 administer, develop, promote and supervise the discipline of Compak clay target shooting in South Africa in accordance with its rules, its code of good sportsmanship and international rules applicable to this sport shooting discipline, for the benefit of all its members. It further aims to promote clay target shooting in its widest form and any other shotgun-related shooting activities that the Executive may from time to time decide to undertake ("**the sport**");
 - 3.1.2 represent its members on international forums and international clay target events;
 - 3.1.3 educate practitioners of the sport and the public regarding firearms and shooting, the safe and responsible use of firearms for competitive and sporting purposes, and in safe conduct during practice of the sport;
 - 3.1.4 initiate and manage youth training programmes;
 - 3.1.5 seek cost effective ways to make the sport accessible to all South Africans;
 - 3.1.6 actively seek and enhance transformation in the sport;
 - 3.1.7 co-operate, as responsible law-abiding citizens, with the Government and authorities of the various countries in which the organisation has members in the promotion of the sport;
 - 3.1.8 establish participation in the activities of like-minded organisations all over the world, and

- 3.1.9 raise funds to carry out or assist programmes to promote the sport in all its forms in Africa.
- 3.2 To give effect to and to implement these objectives, Compak is authorised and shall have all the powers of an ordinary legal person, including but not restricted to the power to -
- 3.2.1 open, close and operate current and investment accounts with financial institutions and to conduct the financial affairs of Compak;
- 3.2.2 enter into any contract and the cancellation thereof, including but not limited to the purchase and sale of property;
- 3.2.3 to give financial assistance to any member to enable participation in the Sport;
- 3.2.4 ensure that its members comply always with the Code of Good Sportsmanship annexed as Annexure A to this Constitution and, where necessary, to discipline members in terms thereof including the termination of membership for conduct unbecoming of a member or bringing the Association into disrepute in accordance with the Disciplinary Procedure recorded in Annexure B to this Constitution;
- 3.2.5 amend, alter or adapt this constitution including any annexures thereto;
- 3.2.6 engage the services of independent advisors, as may be necessary from time to time;
- 3.2.7 conduct any such business of Compak as is intended to further the objectives of Compak.

4 LEGAL PERSONALITY

Compak is a body corporate having perpetual succession and may sue and be sued in its own name. The liability of members is limited to their arrear subscriptions.

5 MEMBERSHIP

- 5.1 Membership is open to all who wish to promote or participate in Compak regardless of age, sex, disability, ethnicity, nationality, sexual orientation, religion or other beliefs, on application to the executive in accordance with the application procedure and on the terms and conditions of membership as set out herein.

- 5.2 The categories of membership are:

5.2.1.1 **Affiliated shooting facilities**

Any person or legal entity, on application, may apply to the executive for admission as an affiliate shooting facility. Only an affiliate shooting facility shall be entitled to organise and host Compak events.

- 5.2.1.2 **Ordinary members;**

Any person admitted by the Executive who has undertaken to uphold this Constitution and who pays the prescribed annual subscription timeously. An ordinary member in good standing shall be entitled to;

all membership benefits as determined by the Executive in accordance with this Constitution;

to participate in all official Compak events; and

become eligible for selection to provincial and national teams.

5.2.1.3 Junior and student members;

5.2.1.4 Any ordinary member aged between 10 and 23 years (or older if a bona fide student) admitted by the Executive who undertakes to uphold this Constitution. A student member must be registered as a full-time student with a tertiary educational institution. Junior and Student members shall in addition be entitled to preferential membership fees and subscription fees as may be determined by the Executive from time to time.

5.2.1.5 Day member

5.2.1.6 Any person wishing to participate in an event organised by Compak who has paid the prescribed day membership fees as may be determined by the Executive from time to time. A day member shall not be entitled to vote at any meeting of members. Such a person may participate in the relevant Compak event but may not be considered for any prizes.

5.2.1.7 Honorary members

5.2.1.8 Any person or ordinary member endorsed as an Honorary Member at a general meeting of members as such in recognition of extraordinary contributions made to the Sport. The Founding members of Compak shall be Honorary members. An Honorary member shall not be obliged to pay annual membership subscription fees.

5.2.2 All members will be subject to this Constitution and by the submitting of a membership application will be deemed to have accepted the terms hereof, subscribed to and specifically to be bound by the code of Good Sportsmanship and the grievance and disciplinary code, annexed as Annexure A and B hereto and published by Compak on its website from time to time. It is incumbent upon all members to familiarise themselves with the current policies, procedures and rules and regulations of Compak and the Sport.

5.2.3 Members in each category shall pay membership fees as determined by the Executive from time to time and shall only become entitled to exercise their membership rights and privileges as described above upon full payment to Compak of the applicable membership fee.

5.2.4 Only ordinary and Honorary members shall be eligible to take part in the Sport, vote at general or special meetings or be eligible for selection of any Compak team.

- 5.2.5 Annual membership ends on 31 December and commences on 1 January and all subscriptions must be paid in full on/or before 30 January each year.
- 5.2.6 Only paid up members in good standing shall only be enabled to access Compak's website, which shall, among other services, include the ability to download membership certificates and letters of good standing. Publication and the ability to download membership certificates and letters of good standing on the Compak website shall be deemed to be sufficient proof of membership.
- 5.2.7 All rights and privileges of a member shall automatically be suspended upon non- payment of subscriptions due and payable.
- 5.2.8 The executive shall be obliged to keep an updated register of members. The executive shall be obliged to provide any member in good standing with an electronic copy of the Register upon reasonable notice and written request provided that the Executive shall not disclose any personal information of a member, including but not limited to, contact details of any member.

6 TERMINATION OF MEMBERSHIP

- 6.1 Termination of membership shall occur on non-payment of the annual subscription timeously or following the outcome of a disciplinary proceedings instituted in accordance with Annexure B hereto.

7 GENERAL MEETINGS, EXTRA ORDINARY MEEETINGS

- 7.1 The Annual General Meeting ("AGM") shall be held once a year at a time and place as determined by the Executive, preferably in conjunction with a major Compak event. The Executive may convene an Extraordinary General Meeting of Compak whenever it deems fit or upon petition by no less than 25 ordinary members in good standing.

7.2 Notice of an AGM

Notice of the AGM shall be given at least 21 days before such meeting. Such notice shall indicate the place, date and time of the meeting together with the agenda and any special business and will be accompanied by a copy of the audited annual financial statements of Compak. Any extra ordinary meeting shall be convened on 7 days' notice or such shorter period as the executive may consider reasonable taking into account the purpose for which such meeting is convened.

7.3 Proxies

A member in good standing may give a proxy should that member not be able to attend the AGM or other General Meeting, the proxy may be specific or general. All proxies must be submitted to the Executive at least 48 hours prior to the meeting and must be in accordance with the proxy attached marked D

7.4 Quorum

The quorum for AGMs shall be at least three members of the Executive and in addition thereto a minimum of 10 ordinary members. Should no quorum be present the meeting shall be postponed for 1 week. If no quorum is present at this later meeting those present shall form a quorum.

7.5 Chairman

The Chairman of Compak shall take the chair at every meeting and shall hold a deliberative as well as a casting vote at all meetings in the event of an equal number of votes having been exercised. In the absence of the Chairman for whatever reason, the members of the Executive present shall elect one of their own to act as Chairman.

The Chairman may adjourn the meeting, but no business shall be transacted at any adjourned meeting save that left unfinished at the original meeting.

8 EXECUTIVE COUNCIL

8.1 Number and Period of office

8.1.1 The Executive shall consist of 5 members who shall hold office for a period of 4 years where after they shall be eligible for re-election.

8.1.2 The Executive can remove any Executive member prior to expiry of his terms by a vote of two-thirds of the total number, for good cause shown and by following reasonable and fair process.

8.1.3 Ordinary Members, representing more than 60% of the Compak members, can request the Executive to remove a member of the executive committee, at any time, provided that such removal is made by affidavit and good cause is shown.

8.1.4 The Executive may fill any vacancy that may occur for whatever reason with any member of their choosing unless such vacancy is a result of the passage of time in which event 8.2.1 shall apply. Such choice is to be ratified at the following AGM.

8.2 Election

8.2.1 Upon a vacancy occurring any member, together with a seconder, may propose a member for election at the AGM, having nominated such person by submitting a written nomination to the Executive at least 21 days before the AGM.

8.2.2 Election shall be by show of hands together with proxies. A majority vote shall suffice.

8.2.3 The Executive shall elect a Chairman from the members. Such person may be re-elected with no restriction on the number of times that person may hold such office. The Chairman must be a member of the executive or an honorary member.

8.2.4 The Executive may appoint an honorary President in its sole discretion and such person shall hold such position for a period of four years where after the Executive may reappoint such person for such further periods as they may determine. The President's role shall be purely advisory and / or representative with no voting rights.

8.3 Powers and Duties

The business of Compak shall be controlled by the Executive who shall be entitled to exercise all such powers as to give effect to the aims and objectives in terms of this constitution or such powers as may be provided to the Executive at the duly convened AGM by two thirds of the members of Compak.

8.4 Minutes

The Executive shall cause comprehensive minutes and a full record of attendance to be duly entered in minute books provided for that purpose. The approved minutes of the AGM shall lie open for inspection at the Headquarters by any member and shall be made available to any member upon request by any member of the Executive within 14 days.

The Executive must provide all members with copy of the minutes of and resolution passed at an AGM within 14 days after such AGM having been held. Any member who was present at an AGM can submit a written objection within 14 days of receipt of such minutes to the Executive. A reasonable attempt must be made by the Executive to resolve such objection, alternatively such objections must be dealt with at the following AGM.

EXECUTIVE MEETINGS

8.5 Time and Place

The Executives shall meet at least 4 times in every calendar year and themselves appoint the time and place of such meeting.

8.6 Quorum

A quorum shall be three members of the Executive.

8.7 Voting

Matters shall be decided by simple majority with the Chairman of the meeting holding, in the event of an equality of votes, a casting vote.

Executive Resolutions

Executive resolutions shall be recorded, documented and entered in a book of resolutions. Resolutions by the executive shall lie open for inspection by any member in good standing or be made available to such member upon written request within 14 days of such request. A written resolution signed by the Chairman and two other executive members shall constitute valid action

taken on behalf of the Executive. A written resolution not made at a duly constituted executive meeting must be recorded in the minute books of Compak within 14 days of date of such decision.

Advisory Committees

The Executive may appoint an advisory committee/s to advise on a stipulated issue and such committee shall consist of such ordinary members and/or experts as the Executive may determine from time to time. It shall at all times report solely to the Executive.

9 ACCOUNTS

9.1 Financial year

The Financial year of Compak shall be from 1 January to 31 December each year. The executive shall render invoices to each member in relation to his annual subscription fees.

9.2 Books of Account

The Executive shall cause proper accounting records to be kept in accordance with generally accepted accounting practice.

9.3 Safe-keeping

The books of account shall be kept at the Headquarters of Compak and shall be open for inspection by the Executives and any member.

9.4 Income and Expenditure Account, Balance Sheet and Reports

The Executive shall cause an audited Income and Expenditure Account, Audited Balance Sheet and Executive Report to be submitted to the Annual General Meeting of Compak.

9.5 Accountants

Accountants and independent auditors for Compak shall be elected annually at the Annual General Meeting of the Association.

10 NOTICES

10.1 Manner

Notices by Compak to its members shall be made by posting on the official Compak Website, social media and Compak broadcast groups. Individual notices to members shall be deemed to have been transmitted to a member if such Notices were :

transmitted by electronic mail to the member's email address as reflected on the Compak website. It is incumbent on all members to ensure that the contact details reflected on the Compak website is correct and updated; and

made available for download by a specific member on the Compak website and the existence of such notice was brought to the attention of such member by any other written means.

Recipient

Notice of every General meeting shall be given to all members of Compak.

Time

Any notice sent by electronic mail shall be deemed to have been served two business days after the day on which it was sent.

10.2 Signature

The signature to any notice given by Compak may be written or by way of electronic signature.

10.3 Calculation of Time

If notice is to be given within a stipulated number of days or within any other period, the day of service shall not be counted in such number of days or other period.

11 SIGNING OF DOCUMENTS

11.1 Any documents to be signed by Compak shall be deemed to be signed if signed by a member of the Executive or anyone duly authorised thereto by the Executive.

11.2 Any banking procedures must be authorized by the Chairman and one other Executive member.

11.3 Legal proceedings on behalf of Compak shall be instituted or defended under the signature of one Executive member being duly authorized thereto by the Executive

12 AMENDMENT OF CONSTITUTION

The Constitution may only be changed through agreement by a three quarters majority vote of the members personally present at an Annual General Meeting or by proxy.

13 DISSOLUTION

Compak may be dissolved by a resolution passed by not less than three quarters of the members present at a General Meeting at which prior notice was given of the intention to propose the dissolution of Compak.

Annexure A

CODE OF GOOD SPORTSMANSHIP

All members and guests of Compak, shall always;

- Actively promote and support the discipline of Compak Sport Target Shooting;
- Diligently employ firearms with the safety of other persons being the foremost consideration and with due for the value of life, even at non- Compak events;
- Obey and comply with all rules, regulations and practices related to the Sport and all clay target shooting disciplines;
- Have due consideration for fellow shooters whilst participating in Compak events;
- Comply with social decorum and an acceptable standard of social conduct at formal and/or informal social gatherings;
- Behave in such a manner as not to cause opprobrium, affront, embarrassment or disorderliness;
- Be an ambassador for Compak SA at competitions both locally as well as internationally;
- Act in good faith, engage other members with reasonable behaviour and conduct themselves so as not to harm the interests of Compak nor to compete with Compak

The following are considered to be unsportsmanlike and in material breach of this code of conduct:

- Unauthorized disclosure of confidential and/or personal information of Compak and its members.
- Publication or communication of distasteful, offensive material.
- Dishonesty, inclusive of fraudulent conduct.
- False evidence, inclusive of deliberately giving untrue, erroneous or misleading information to umpires/Compak officials.
- Disrespectful and/or insulting conduct, including but not limited to defiance, denigration of any member or Compak official, slander and or defamation of any member/s, including but not limited to intimidation and/or disrespectful behaviour towards scorers and umpires.
- Incompatibility and causing disharmony
- The persistent transgression of this code of good sportsmanship despite a written warning having been issued to a member.
- Undermining the authority of the Executive Council

Annexure B

DISCIPLINARY CODE AND GRIEVANCE PROCEDURE

The Executive Council is responsible for discipline within Compak SA and is vested with wide discretionary powers to fulfil such function.

1.2 This Procedure is intended to uphold the principles of:

- 1.2.1 This Constitution,
- 1.2.2 Code of Good Sportsmanship and of
- 1.2.3 Natural Justice.

1.3 The Executive Council may appoint any person/s, suitably qualified to take disciplinary action against any member, inclusive of the conduct of a disciplinary investigation and/or disciplinary hearing.

1.4 During all disciplinary proceedings the principles of natural justice shall apply. A member shall have the right:

- 1.4.1 to be informed of any charges of misconduct;
 - 1.4.2 to be represented during the proceedings;
 - 1.4.3 to be heard;
 - 1.4.4 to a fair hearing.
- 1.5 The evidentiary burden will consist of the balance of probability.

2. DISCIPLINARY PROCEDURE – WARNINGS

2.1 In the event of lesser transgressions, at the discretion of the Executive Council or any person/s appointed by it, a verbal or written warning may be issued with or without the conduct of a Disciplinary Hearing.

2.2 A written warning shall be valid for a period of 12 months from the date of issue.

3. DISCIPLINARY PROCEDURE

3.1 Disciplinary Hearings must be conducted in the case of serious transgression/s which may lead to the termination of membership.

3.2 A disciplinary committee will be convened by the Executive Council to conduct the proceedings. The committee shall consist of at least two Executive members, one ordinary member not on the executive and any assessors to the committee

3.3 The disciplinary committee shall advise the member, in writing, of the charges and/or complaints instituted as well as the date, time and place of the hearing.

3.4 The member shall have at least 72 (seventy-two) hours-notice to prepare for the hearing.

3.5 The Chairperson of the disciplinary committee shall decide within a period of 72 (seventy-two) hours of the hearing being conducted in respect of the guilt of the member.

3.6 In the event of a finding of guilt the member shall be advised in writing accordingly. The member shall have the right , within a period of 72 (seventy-two) hours, to appeal in writing in mitigation of sanction.

3.7 Upon receipt of the written appeal referred to in paragraph 4.6 hereof, if any, the Chairperson of the disciplinary committee shall in writing advise the member of the decision in respect of sanction having given due consideration to the appeal and such decision shall be final.

3.10 The member's membership shall be suspended without loss of benefits and/or privileges for the duration of the disciplinary proceedings, save any member with pending disciplinary procedures shall not be eligible to vote at a general meeting of members.

In exceptional circumstances, if the Executive Council cannot be reasonably expected to conduct disciplinary proceedings, these procedures may be dispensed with.

"Exceptional circumstances" shall include the abscondment of the member and/or if his/her whereabouts are unknown and/or failure and/or refusal to participate in disciplinary proceedings.

Annexure C

VOTING & MEETING PROCEDURES, EXTRA-ORDINARY AS WELL AS URGENT MATTERS

1. METHOD OF VOTING AND MEMBERS' RIGHT TO VOTE

- 1.1 Unless otherwise provided for in this Constitution voting shall be by a show of hands and counting of votes shall be in accordance with the majority principle.
- 1.2 Every member in good standing and personally present at a meeting shall be entitled to vote. Vote by proxy shall be allowed but the proxy form must state the specific resolution as per the Agenda for which such proxy is given.
- 1.3 Each eligible member shall have one vote.

2. VOTING AND RATIFICATION OF RESOLUTIONS

- 2.1 At a general meeting, a question submitted to the vote, shall be decided by a show of hands.
- 2.2 A statement by the Chairman that a resolution has been carried or rejected by show of hands and an entry to that effect in the minute book of the Association, shall be conclusive evidence of the fact without proof of the number or proportion of the votes, recorded in favour of or against such a resolution.

3. CASTING VOTE OF THE CHAIRMAN

In the event of an equality of votes, the Chairman of the meeting at which the vote is taken, or in the event of circumstances provided for in paragraphs 4 & 5 of this Annexure, shall have a second or casting vote.

4. URGENT GENERAL MEETINGS

- 4.1 Urgent General Meetings may be requested if a two third majority of the members request such a meeting to be held.

- 4.2 A written petition to such effect must, as a pre-condition, be submitted to the Executive Council. The member or members requesting such a meeting have the responsibility to provide the Executive Council with proof of the requisite two thirds majority.
- 4.3 Such meeting must be called and conducted within 14 working days of receipt of the requisite petition by the Executive Council.
- 4.4 The business to be considered at such meeting must be scheduled in a separate written agenda which must be submitted with the requisite petition referred to in paragraph 4.2 hereof.
- 4.5 The Executive Council reserves the right not to call a meeting as provided for herein if in its discretion it considers the petition to be fraudulent and/or not credible and/or introduced for ulterior and/or mischievous purposes.

5. EXTRA-ORDINARY / URGENT MATTERS

- 5.1 If any question, issue or matter which the Executive Council considers to be extremely urgent arises between ordinary Annual General Meetings, and it is in the opinion of the Executive Council possible to answer that question by a simple 'yes' or 'no', the Executive Council may cause a vote of the members taken by post or e-mail.
- 5.2 A proposal subject to such vote may be adopted only if it is supported by at least two thirds of the total number of members who are entitled to vote.



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Annexure D

Proxy

I, _____, being a fully paid-up member of Compak SA, am unable to attend the Annual General Meeting of Compak SA to be held in _____ on _____.

I hereby appoint _____ as my proxy to act for me and on my behalf at the said AGM about the following specific resolution/s as set out on the Agenda:

Resolution: _____

This proxy shall cease to be of any force or effect beyond the closing of the AGM.

Signed: _____

Date: _____

